

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re application of BTA BANK
for an Order to Take Discovery Pursuant to
28 U.S.C. §1782

Misc. No. _____

**DECLARATION OF ANDREW L. CHESLEY IN SUPPORT
OF BTA BANK'S *EX PARTE* APPLICATION FOR ORDER
TO TAKE DISCOVERY PURSUANT TO 28 U.S.C. §1782**

ANDREW L. CHESLEY, pursuant to 28 U.S.C. § 1746, declares the following:

1. I am an associate in the law firm of Boies Schiller Flexner ("BSF"), counsel for BTA Bank ("BTA"). I submit this declaration in support of BTA's application for an Order to Take Discovery Pursuant to 28 U.S.C. § 1782 (the "Application").
2. BTA submits the Application to obtain discovery from The Bank of New York Mellon Corporation ("BNY Mellon") that will be used to support BTA's participation rights in ongoing criminal proceedings in Kazakhstan and in an ongoing court-ordered receivership in the United Kingdom.
3. Attached hereto are true and correct copies of the following documents:
 - a. Exhibit 1 is a document downloaded from BNY Mellon's website entitled "BNY Mellon Depository Receipts By the Numbers: 3Q 2018 YTD."
 - b. Exhibit 2 is a webpage on BNY Mellon's website entitled "Depository Receipts Services."
 - c. Exhibit 3 is a July 25, 2018 press release downloaded from BNY Mellon's website entitled "BNY Mellon Relocates Corporate Headquarters."

- d. Exhibit 4 is a United States Securities and Exchange Commission Form 4, Statement of Changes in Beneficial Ownership of Securities, filed by BNY Mellon on February 12, 2019.
- e. Exhibit 5 is a BNY Mellon's "Contact" webpage from its website.
- f. Exhibit 6 is the Declaration of Jeremy James Outen submitted as ECF No. 3 in *In re Application of Outen*, No. 13-mc-00001-P1 (S.D.N.Y. Jan. 2, 2013), and its accompanying exhibits.
- g. Exhibit 7 is a November 19, 2007 press release downloaded from the website of Nostrum Oil & Gas entitled "Zhaikmunai L.P. announces offer price range of US\$ 13 to US\$ 16 per GDR."
- h. Exhibit 8 is a March 28, 2008 press release downloaded from the website of Nostrum Oil & Gas entitled "Zhaikmunai L.P. to list on London Stock Exchange at US\$10 per GDR."
- i. Exhibit 9 is an April 4, 2008 press release downloaded from the website of Nostrum Oil & Gas entitled "Zhaikmunai L.P. announcement."
- j. Exhibit 10 is a September 15, 2009 press release downloaded from the website of Nostrum Oil & Gas entitled "Successful placing of US\$ 300 mm GDRs."
- k. Exhibit 11 is a November 6, 2009 press release downloaded from the website of Nostrum Oil & Gas entitled "Claremont agrees to sell 50 million GDRs at US\$4.00 to KazStroyService."
- l. Exhibit 12 is the listing for Nostrum Oil & Gas accessed from BNY Mellon's Depository Receipts Directory, on April 25, 2019.

m. Exhibit 13 is the Attachment BTA intends to include in its subpoena to BNY Mellon, pending the granting of this Application.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: April 26, 2019
New York, New York

A handwritten signature in black ink, appearing to read 'Andrew L. Chesley', written over a horizontal line.

Andrew L. Chesley